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October 4, 2011

BY FEDEXChief
Section of Administration,
Office of Proceedings,
Surface Transportation Board
395 E Street, S.W.
Washington, DC 20024

Dear Sir:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) is a Partial Termination of Lease dated as of September 29, 2011. The name and address of the parties to the enclosed document are:

Lessor:Colonial Pacific Leasing Corporation
c/o GE Capital-Corporate Finance
10 Riverview Drive
Danbury CT 06810**Lessee:**Eastman Chemical Company
200 South Wilcox Drive
Kingsport, TN 37662

A description of the railroad equipment covered by the enclosed document is:

- 9 tank railcars [ETCX 821048-ETCX 821056]
- 23 tank railcars [ETCX 821025-821047]
- 10 tank railcars [ETCX 222607, 222619, 222645, 222655, 222660, 222672, 222694, 222700, 222716 and 222719]
- 32 tank railcars [ETCX 430075-430106]

A short summary of the document to appear in the index is: NOTICE OF PARTIAL TERMINATION OF LEASE AND RELEASE OF SECURITY INTEREST.

Enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee. Please return stamped copies of the enclosed documents to the undersigned at your earliest convenience. If you have any questions with respect to the attached invoice, please feel free to contact me.

Very truly yours,


Justine M. Clark

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Colonial Pacific Leasing Corporation

c/o GE Capital - Corporate Finance

10 Riverview Drive
Danbury, CT 06810

T (203) 749-6000

SURFACE TRANSPORTATION BOARD

TERMINATION OF LEASE (Surface Transportation Board)

The undersigned, Colonial Pacific Leasing Corporation, as assignee of GE Capital Commercial Inc. (f/k/a Citicorp Leasing, Inc., successor-in-interest to BLC Corporation) (the "Lessor"), is the successor lessor under that certain Master Leasing Agreement dated as of June 1, 2003 ("Master Leasing Agreement") between the Lessor, as lessor and Eastman Chemical Company, as lessee (the "Lessee"), with respect to the lease by the Lessor to the Lessee of, among other assets, those certain 111A100W1 Interior Coated Non-Insulated Tank Cars as referenced in Schedule C to said Master Leasing Agreement and in Exhibit A attached hereto and made a part hereof (the "Subject Assets").

A certified true copy of said Master Leasing Agreement was duly filed and recorded with the Surface Transportation Board on October 20, 2004 at 11:28 a.m. under Recordation Number 25248.

This Termination of Lease acknowledges for the public record that said Master Leasing Agreement has, solely as it relates to and insofar as it encumbers the Subject Assets.

Notwithstanding anything to the contrary contained herein, this Termination of Lease shall not impair or terminate any of the rights and obligations of the Lessor and the Lessee under the Master Leasing Agreement (i) with respect to any equipment and other assets and property other than the Subject Assets; and (ii) expressed to survive pursuant to the terms of the Master Leasing Agreement.

IN WITNESS WHEREOF, the Lessor has signed this Termination of Lease on this 29th day of September, 2011.

STATE OF CONNECTICUT)
COUNTY OF FAIRFIELD) SS:

Colonial Pacific Leasing Corporation

Subscribed and sworn to before me this
29th day of September, 2011.

By: [Signature]
Name: Michael Carravone
Title: Authorized Representative

[Signature]
Josephine Chang
Notary Public, State of Connecticut
Registration No. 137635
Recorded in the Notary Public Records
of Town of Danbury
Commission Expires March 31, 2014

JOSEPHINE CHANG
Notary Public
State of Connecticut
My Commission Expires 3/31/2014

Description of Subject Assets

[illegible]